

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Interstate Brands West Corporation		05/30/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Interstate Bakeries Corporation
Street Address:	12 E. Armour Blvd.
City:	Kansas City
State/Country:	MISSOURI
Postal Code:	64111
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	0669059	RING DING

CORRESPONDENCE DATA

Fax Number: (816)474-9057

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 816-474-9050

Email: vbs@hoveywilliams.com

Correspondent Name: Thomas H. Van Hoozer

Address Line 1: 2405 Grand Blvd., Suite 400

Address Line 4: Kansas City, MISSOURI 64108

ATTORNEY DOCKET NUMBER: 1724.477 ASSIGNMENT

NAME OF SUBMITTER: Thomas H. Van Hoozer

Total Attachments: 3

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"INTERSTATE BRANDS WEST CORPORATION", A DELAWARE CORPORATION,

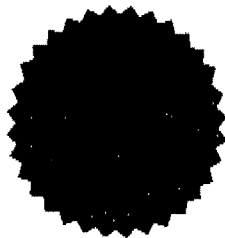
WITH AND INTO "INTERSTATE BAKERIES CORPORATION" UNDER THE NAME OF "INTERSTATE BAKERIES CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF MAY, A.D. 2004, AT 2:09 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF MAY, A.D. 2004, AT 1:01 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2137179 8100M

040395939

*Harriet Smith Windsor*Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3138787

DATE: 05-27-04

TRADEMARK
REEL: 002959 FRAME: 0920

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:22 PM 05/27/2004
FILED 02:09 PM 05/27/2004
SRV 040395939 - 2137179 FILE

CERTIFICATE OF OWNERSHIP AND MERGER
Relating to the Merger of
INTERSTATE BRANDS WEST CORPORATION
(a Delaware Corporation)
INTO
INTERSTATE BAKERIES CORPORATION
(a Delaware Corporation)

The undersigned, Interstate Bakeries Corporation, a Delaware corporation (the "Company"), in accordance with Section 253 of the General Corporation Law of Delaware, does hereby certify that:

I. The Company is a Delaware corporation, originally incorporated as IBC Holdings Corp. on September 9, 1987.

II. The Company owns, and will continue to own until the effectiveness of the merger contemplated hereby, 100% of the outstanding shares of common stock of Interstate Brands West Corporation, a Delaware corporation incorporated on April 29, 1998 ("Brands West"), and such common stock constitutes the only issued and outstanding class of capital stock of Brands West.

III. The following resolutions were duly adopted by a Unanimous Written Consent of the Board of Directors of the Company, as of May 25, 2004, and set forth the plan of merger whereby Brands West is to be merged with and into the Company, with the Company to be the surviving corporation:

WHEREAS, the Company owns 100% of the issued and outstanding shares of common stock of Brands West and such common stock constitutes the only issued and outstanding class of capital stock of Brands West; and

WHEREAS, it is advisable and in the best interest of the Company and its stockholders that, as a part of a proposed restructuring of the holdings and subsidiaries of the Company, Brands West be merged with and into the Company pursuant to Section 253 of the Delaware General Corporation Law, with the Company to be the surviving entity (the "Merger"), in order that the assets and business of Brands West shall be owned and operated by the Company.

NOW THEREFORE, BE IT RESOLVED, that the Company and Brands West enter into and effect the Merger;

FURTHER RESOLVED, that the appropriate officers of the Company be, and each of them hereby is, authorized to execute and deliver a Certificate of Ownership and Merger setting forth these resolutions with the Secretary of State of Delaware;

FURTHER RESOLVED, that the officers of the Company be, and they hereby are, authorized and directed to do all acts and things, whether within or without the State of Delaware, which may be necessary or proper to effect the Merger.

* * *

IN WITNESS WHEREOF, the Company has authorized the undersigned to execute this certificate this 26th day of May, 2004, effective as of 1:01 a.m. EDT, May 30, 2004. . Such execution shall constitute acknowledgement by the person signing this instrument that it is the act and deed of the Company and that the facts stated herein are true.

By: 
Authorized Officer

Name: Kent B. Magill

Title: Vice President, General Counsel and
Corporate Secretary